

ORIGINAL

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	:	Chapter 11
	:	
W. R. GRACE & CO., et al.,¹	:	Case No. 01-01139 (RSN)
	:	(Jointly Administered)
	:	
Debtors.	:	

NOTICE OF RECLAMATION DEMAND OF OXY VINYLs, LP

Oxy Vinyls, LP ("Oxy Vinyls") files this Notice of Reclamation (the "Notice") and respectfully states as follows:

1. On April 2, 2001, the "Petition Date," W.R. Grace & Co. ("W.R. Grace"), and certain of its affiliates, as Debtors and Debtors-in-Possession herein (collectively, the "Debtors") filed petitions for relief under Title 11, Chapter 11 of the United States Code (the "Bankruptcy Code").
2. Prior to the Petition Date, Oxy Vinyls provided W.R. Grace and the Debtors with

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

2001 APR -6 PM 8:14
 FILED
 US BANKRUPTCY COURT
 DISTRICT OF DELAWARE

67

certain goods and services. Oxy Vinyls provided some of these goods and services to W.R. Grace and the Debtors within ten (10) days of the Petition Date.

3. Pursuant to 11 U.S.C. § 546(c), Oxy Vinyls requests that the Court permit reclamation of the goods detailed in Exhibit "A." In the alternative, Oxy Vinyls seeks a priority claim or a lien for those goods provided to W.R. Grace and the Debtors during the ten days preceding the Petition Date. *See* 11 U.S.C. § 546(c)(1), (2).

4. Pursuant to Section 546(c), a seller may make written demand in accordance with statutory law for reclamation of goods before ten days after the debtors' receipt of goods, or, if the ten day period expires after the commencement of the case, before twenty days after the debtors received the goods. 11 U.S.C. § 546(c)(1). If a court denies a seller reclamation, it must grant the seller administrative expense priority on its claim or secure the seller's claim with a lien. *See* 11 U.S.C. § 546(c)(2)(A), (B); *See also* 11 U.S.C. §§ 503(b), 507(a)(1).

5. Oxy Vinyls is entitled, as a matter of law, to reclaim the goods that it provided to W.R. Grace and the Debtors upon demand made within ten days after W.R. Grace and the Debtors received such goods. Oxy Vinyls makes demand for reclamation of the goods delivered to W.R. Grace and the Debtors in the amount of \$55,482.49 as detailed in Exhibit "A."

6. The goods referenced herein, and in Exhibit "A" hereto, were sold in the ordinary course of Oxy Vinyls' business. On information and belief, W.R. Grace and the Debtors were insolvent when they received the goods. Oxy Vinyls has timely made written demand for reclamation upon the Debtors. Accordingly, Oxy Vinyls has satisfied the requirements of Section 546(c) of the Bankruptcy Code to reclaim goods valued at \$55,482.49.

WHEREFORE, Oxy Vinyls requests this Court to (1) grant its statutory reclamation right with respect to the goods invoiced within ten days of the Petition Date or (2) grant Oxy Vinyls an

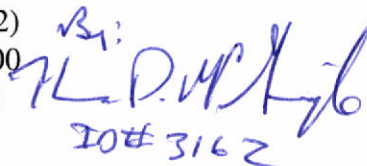
administrative expense claim or a lien in the amount of \$55,482.49, and (3) grant Oxy Vinyls such other and further relief to which it is justly entitled.

Respectfully submitted this 6th day of April, 2001.

DUANE, MORRIS & HECKSCHER, LLP



Michael R. Lastowski (DE I.D. 3892)
1100 North Market Street, Suite 1200
Wilmington, Delaware 19801-1246
Telephone: (302) 657-4900
Facsimile: (302) 657-4901
E-mail: mlastowski@duanemorris.com

By: 
IO# 3162

and

Robert D. Luss, Esquire
Oxy Vinyls, LP
5005 LBJ Freeway
Suite 500, LB 30
Dallas, TX 75244-6123
Attorney for Oxy Vinyls, LP

EXHIBIT "A"**W. R. Grace - Reclamation List****Bankruptcy 4/02/01**

Inv. No.	Inv. Date	# of Pounds	Price	Inv. Amt.	Shipped To
1200475005	03/23/01	160,020	\$4.21/cwt	\$6,736.84	E I DuPont
1200476129	03/26/01	180,529	\$4.21/cwt	\$7,600.27	E I DuPont
1200477751	03/28/01	176,579	\$4.21/cwt	\$7,433.98	E I DuPont
1200477752	03/28/01	46,450	\$5.94/cwt	\$2,986.77	Pilgram's Pride
1200477890	03/27/01	250,000	\$3.86/cwt	\$9,650.00	W. R. Grace
1200478660	03/29/01	182,668	\$4.21/cwt	\$7,690.32	E I DuPont
1200479561	03/30/01	47,170	\$5.79/cwt	\$2,956.46	Pilgrim's Pride
1200481026	04/02/01	177,313	\$4.21/cwt	\$7,464.88	E I DuPont
1200481027	04/02/01	46,080	\$5.94/cwt	\$2,962.97	Pilgrim's Pride
Total				\$55,482.49	

CERTIFICATE OF SERVICE

I, John W. Weiss, certify that I am not less than 18 years of age, and that service of a copy of the attached **Notice of Reclamation Demand of Oxy Vinyls, LP** was made on April 6, 2001, upon the following persons by the methods indicated:

Via Hand Delivery

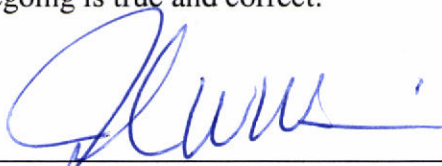
Laura Davis Jones, Esquire
Bruce Grohsgal, Esquire
Pachulski, Stang, Ziehl, Young & Jones, P.C.
919 Market Street, 16th Floor
Wilmington, DE 19801

Via Federal Express

James H.M. Sprayregan, Esquire
David R. Seligman, Esquire
Kirkland & Ellis
200 East Randolph Drive
Chicago, IL 60601

Under penalty of perjury, I declare that the foregoing is true and correct.

4/6/01
Date


John W. Weiss